

# NOWALSKY, BRONSTON & GOTHARD

A Professional Limited Liability Company

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November 11, 2004

## VIA OVERNIGHT DELIVERY

Executive Director  
South Carolina Public Service Commission  
The Koger Center  
101 Executive Center Drive  
Columbia, SC 29210

Re: Network US, Inc. d/b/a CA Affinity and Motion Telecom, Inc.  
Docket No. 2004-215-C

Dear Sir or Madam:

Pursuant to Applicants' request for expedited review in this matter, enclosed please find the original and five (5) copies of the Verified Testimony, as required by the Commission, in order to proceed with the merger approval in South Carolina.

In order to acknowledge receipt of this filing, please date stamp the enclosed additional copy of this letter and return it in the envelope provided.

Thank you for your assistance in this matter. If you need additional information, please do not hesitate to call.

Sincerely,



EllenAnn Sands

Enclosure

2011/12/12 PM 02:05  
COMMUNICATIONS  
SECTION

BEFORE  
THE PUBLIC SERVICE COMMISSION OF  
SOUTH CAROLINA  
DOCKET NO. 2004-215-C

Verified Testimony of Bernard A. Goldman

IN RE: Application for Approval of an Asset Purchase Agreement between Network US, Inc.  
d/b/a CA Affinity and Motion Telecom, Inc.

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- Q. Would you please state your name, title and business address for the record?
- A. Bernard A. Goldman, Executive Vice President and Assistant Secretary of Network US, Inc., 180 N. LaSalle Street, Suite 1820, Chicago, Illinois 60601.
- Q. What authority does the Application seek?
- A. The application requests Commission approval of an Asset Purchase Agreement between Network US, Inc. d/b/a CA Affinity ("NUS") and Motion Telecom, Inc. ("Motion"). Under the Agreement, NUS will acquire substantially all of the telecommunications assets of Motion, including but not limited to Motion's customer accounts.
- Q. Does Motion presently hold authority from the Commission?
- A. Yes. Motion is a certificated carrier in this state, pursuant to Docket No. 2003-211-C.
- Q. Does NUS presently hold authority from the Commission?
- A. Yes. NUS is a certificated carrier in this state, pursuant to Docket No. 2001-302-C, Order No. 2002-218.
- Q. Will Motion continue to provide service as an independent entity after the transaction?
- A. No. NUS will provide service pursuant to its own certification and Motion will cancel its certification.

Q. How will the transaction affect Motion's current customers in South Carolina?

A. The transaction will ensure that current Motion customers maintain uninterrupted service. All current Motion customers will be given the opportunity to switch their service from Motion to a different carrier. Those customers of Motion who choose not to switch their service to a different carrier will receive service from NUS pursuant to NUS' South Carolina authority.

Q. Is NUS experienced and financially qualified to consummate this transaction?

A. Yes. NUS is well-qualified to consummate the transactions proposed in the Application.

Q. Does this complete your testimony at this time?

A. Yes, it does.

STATE OF LOUISIANA

COUNTY OF ORLEANS

### VERIFICATION

I, Bernard A. Goldman, am the Executive Vice President/Assistant Secretary of Network US, Inc. d/b/a CA Affinity and am authorized to make this verification on its behalf. The statements made in the foregoing Application are true of my own knowledge, except as to those matters which are therein stated on information and belief, and as to those matters I believe them to be true.

By: Bernard A. Goldman  
Name: Bernard A. Goldman  
Title: Executive Vice President/Assistant Secretary

Sworn to and subscribed before me, Notary Public, in and for the State and County named above, this 29th day of July, 2004.

Ellen Ann G. Sands  
Notary Public

My commission expires: at death

ELLEN ANN G. SANDS  
Notary Public, State of Louisiana  
My Commission is issued for life.  
Notary Number: 45206